

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
ORLANDO DIVISION

In re:

BUDINGER WINDMILL TRUST,

Case No.: 6:13-bk-09907-KSJ  
Chapter 11

Debtor.

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**INTERIM**  
**ORDER GRANTING DEBTOR'S MOTION TO USE CASH COLLATERAL**

This case came on for hearing on September 4, 2013, to consider the Debtor's Motion to Use Cash Collateral (the "Motion") (Doc No. 14). For the reasons stated in Court, it is

**ORDERED:**

1. The Motion (Doc. No. 14) is granted.
2. Cash Collateral Authorization. Subject to the provisions of this Order, the Debtor is authorized to use cash collateral to pay: (a) amounts expressly authorized by this Court, including payments to the United States Trustee for quarterly fees; (b) the current expenses set forth in the budget attached as Exhibit "A", plus an amount not to exceed ten (10) percent for each line item; and (c) such amounts as may be expressly approved in writing by PNC Bank ("PNC") or Wells Fargo Bank, National Association ("Wells Fargo" and together with PNC, the "Secured Creditors"). This authorization will continue until further order of the Court. Except as authorized in this order, the Debtor is prohibited from use of cash collateral.

3. Debtor Obligations. Debtor shall timely perform all obligations of a debtor-in-possession required by the Bankruptcy Code, Federal Rules of Bankruptcy Procedure, and the orders of this Court.

4. Access to Records and Premises. Upon reasonable notice, and provided that it does not unreasonably interfere with the business of the Debtor, the Debtor shall grant to the Secured Creditors access to the Debtor's business records and premises for inspection.

5. Replacement Lien. Each Secured Creditor with a security interest in cash collateral shall have a perfected post-petition lien against cash collateral to the same extent and with the same validity and priority as the prepetition lien, without the need to file or execute any document as may otherwise be required under applicable non-bankruptcy law.

6. Insurance. Debtor shall maintain insurance coverage for its property in accordance with the obligations under the loan and security documents with the Secured Creditors.

7. Without Prejudice. This Order is without prejudice to: (a) any subsequent request by a party in interest for modified adequate protection or restrictions on use of cash collateral; or (b) any other right or remedy which may be available to the Secured Creditors.

8. Creditors Committee. The provisions of this Order are without prejudice to the rights of the United States Trustee to appoint a committee or any rights of a duly

appointed committee to challenge the validity, priority or extent of any lien(s) asserted against cash collateral.

9. Enforcement. The Court shall retain jurisdiction to enforce the terms of this Order.

10. Other Non-Standard Provisions:

a. Term of Order. The Debtor's authority to use cash collateral as provided herein shall terminate upon the earlier of (i) the appointment of a Chapter 11 Trustee in Debtor's case, (ii) the conversion of the Debtor's Chapter 11 case to a case under Chapter 7 of the Bankruptcy Code, or (iii) October 16, 2013.

b. Continued Hearing. The Court shall conduct a further evidentiary hearing of the Motion and any objections on **October 16, 2013 at 10:15 AM** in Courtroom 6A, 6th Floor, George C. Young Courthouse, 400 West Washington Street, Orlando, Florida 32801.

c. Additional Budget Limitations. In addition to the limitations imposed by paragraph 2 above, the Debtor may not pay any amounts for commissions, building management fees or administrative management fees absent further Order of this Court.

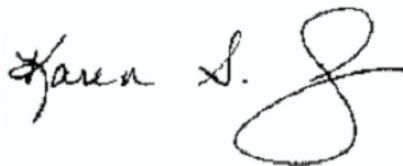
d. Insurance. The Debtor shall provide copies of insurance certificates or other evidence of insurance to the Secured Creditors upon request.

e. Adequate Protection for Wells Fargo. In addition to the requirements set forth above, the Debtor shall provide the following to as adequate protection to Wells Fargo:

i. Payment. Upon the entry of the this Order and on the 15th day of each month thereafter, the Debtor shall pay to Wells Fargo the amount of \$12,388.30, which payments shall be applied by Wells Fargo the prepetition debt owed to it by the Debtor; and

ii. Financial Reports. No later than the 21st day of each month, the Debtor shall provide to Wells Fargo the following reports: (a) a report covering the preceding month utilizing the same format as the Budget, which report shall show actual receipts and expenditures as compared to the budgeted receipts and expenditures, and (b) monthly rent rolls.

DONE and ORDERED in Orlando, Florida, on Sept. 27, 2013.

A handwritten signature in black ink, appearing to read "Karen S. Jennemann", with a large, stylized loop at the end.

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KAREN S. JENNEMANN  
Chief United States Bankruptcy Judge

Attorney, Kenneth D. (Chip) Herron, Jr., is directed to serve a copy of this order on interested parties and file a proof of service within 3 days of the entry of the order.

## EXHIBIT A

**Budinger Windmill Trust*****Proposed Budget******Combined******August 2013 - February 2014***

	<b>AUG</b>	<b>SEPT</b>	<b>OCT</b>	<b>NOV</b>	<b>DEC</b>	<b>JAN</b>	<b>FEB</b>
<b>INCOME</b>	42,001	42,001	42,001	42,001	42,001	42,001	42,001
<b>OPERATING EXPENSES</b>							
Cleaning and Lawn Maintenance	685	685	685	685	685	685	685
Building Maintenance	800	800	800	800	800	800	800
Commissions	800	800	800	800	800	800	800
Insurance	1,540	1,540	1,540	1,540	1,540	1,540	1,540
Legal and other Professional fees	700	700	700	700	700	700	700
Building Management Fee	1,235	1,235	1,235	1,235	1,235	1,235	1,235
Administrative Management Fees	1,650	1,650	1,650	1,650	1,650	1,650	1,650
Taxes - Real Estate Taxes	4,261	4,261	4,261	4,261	4,261	4,261	4,261
Taxes - Sales Taxes	2,921	2,921	2,921	2,921	2,921	2,921	2,921
Utilities	400	400	400	400	400	400	400
Waste Service	244	244	244	244	244	244	244
US Trustee Fees	0	0	650	0	0	650	0
Security Deposit	520	0	0	0	0	0	0
<b>TOTAL OPERATING EXPENSES</b>	<b>15,756</b>	<b>15,236</b>	<b>15,886</b>	<b>15,236</b>	<b>15,236</b>	<b>15,886</b>	<b>15,236</b>
<b>NET INCOME (LOSS) BEFORE DEBT SERVICE</b>	<b>26,244</b>	<b>26,765</b>	<b>26,115</b>	<b>26,765</b>	<b>26,765</b>	<b>26,115</b>	<b>26,765</b>

**Budinger Windmill Trust*****Proposed Budget******For 1401 Budinger Ave., 1525 Bundinger Ave. and 2468 Smith St.******August 2013 - February 2014***

	<b>AUG</b>	<b>SEPT</b>	<b>OCT</b>	<b>NOV</b>	<b>DEC</b>	<b>JAN</b>	<b>FEB</b>
<b>INCOME</b>	18,251	18,251	18,251	18,251	18,251	18,251	18,251
<b>OPERATING EXPENSES</b>							
Cleaning and Lawn Maintenance	200	200	200	200	200	200	200
Building Maintenance	600	600	600	600	600	600	600
Commissions	300	300	300	300	300	300	300
Insurance	735	735	735	735	735	735	735
Legal and other Professional fees	350	350	350	350	350	350	350
Building Management Fee	570	570	570	570	570	570	570
Administrative Management Fees	760	760	760	760	760	760	760
Taxes - Real Estate Taxes	2,007	2,007	2,007	2,007	2,007	2,007	2,007
Taxes - Sales Taxes	1,421	1,421	1,421	1,421	1,421	1,421	1,421
Utilities	150	150	150	150	150	150	150
Waste Service	0	0	0	0	0	0	0
US Trustee Fees	0	0	650	0	0	650	0
Security Deposit	0	0	0	0	0	0	0
<b>TOTAL OPERATING EXPENSES</b>	<b>7,093</b>	<b>7,093</b>	<b>7,743</b>	<b>7,093</b>	<b>7,093</b>	<b>7,743</b>	<b>7,093</b>
<b>NET INCOME (LOSS) BEFORE DEBT SERVICE</b>	<b>11,158</b>	<b>11,158</b>	<b>10,508</b>	<b>11,158</b>	<b>11,158</b>	<b>10,508</b>	<b>11,158</b>

## Budinger Windmill Trust

### ***Proposed Budget***

**2425 Pleasant Hill Road**

***August 2013 - February 2014***

	AUG	SEPT	OCT	NOV	DEC	JAN	FEB
INCOME	23,750	23,750	23,750	23,750	23,750	23,750	23,750
OPERATING EXPENSES							
Cleaning and Lawn Maintenance	485	485	485	485	485	485	485
Building Maintenance	200	200	200	200	200	200	200
Commissions	500	500	500	500	500	500	500
Insurance	805	805	805	805	805	805	805
Legal and other Professional fees	350	350	350	350	350	350	350
Building Management Fee	665	665	665	665	665	665	665
Administrative Management Fees	890	890	890	890	890	890	890
Taxes - Real Estate Taxes	2,254	2,254	2,254	2,254	2,254	2,254	2,254
Taxes - Sales Taxes	1,500	1,500	1,500	1,500	1,500	1,500	1,500
Utilities	250	250	250	250	250	250	250
Waste Service	244	244	244	244	244	244	244
US Trustee Fees	0	0	0	0	0	0	0
Security Deposit	520	0	0	0	0	0	0
TOTAL OPERATING EXPENSES	8,663	8,143	8,143	8,143	8,143	8,143	8,143
NET INCOME (LOSS) BEFORE DEBT SERVICE	15,087	15,607	15,607	15,607	15,607	15,607	15,607